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Part I

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

WALTER E. RYAN, JR., derivatively on behalf of
CITIGROUP, INC.,

Plaintiff,

v.

CHARLES PRINCE, ROBERT E. RUBIN, SIR
WINFRIED BISCHOFF, ROBERT DRUSKIN,
WILLIAM R. RHODES, SALLIE L. KRAWCHECK,
DAVID C. BUSHNELL, STEVEN J. FREIBERG,
JOHN C. GERSPACH, MICHAEL S. HELFER,
MICHAEL KLEIN, STEPHEN R. VOLK, LEWIS B.
KADEN, GARY CRITTENDEN, RICHARD D.
PARSONS, FRANKLIN A. THOMAS, KENNETH T.
DERR, C. MICHAEL ARMSTRONG, JOHN M.
DEUTCH, ALAIN J.P. BELDA, ROBERTO
HERNANDEZ RAMIREZ, GEORGE DAVID, ANNE M.
MULCAHY, JUDITH RODIN, ANDREW N. LIVERIS,
ROBERT L. RYAN, THOMAS G. MAHERAS,

Defendants,

CITIGROUP, INC.,

Nominal Defendant.

No. 07 Civ. 11581

ECF Case

USDC SDNY
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DOC #:
DATE FILED: 01-17-08

**STIPULATION AND PROPOSED ORDER REGARDING DEFENDANTS'
TIME TO ANSWER OR OTHERWISE RESPOND TO COMPLAINT**

WHEREAS the parties expect that all of the actions pending in this Court that re-
late to Citigroup's involvement with subprime mortgages will be litigated on a coordinated basis;

WHEREAS the parties expect that an amended complaint will be filed on behalf
of multiple plaintiffs in that coordinated action;

IT IS STIPULATED AND AGREED by and among the undersigned counsel for the parties that defendants shall have no obligation to answer, move against, or otherwise respond to the initial complaint in this action;

IT IS FURTHER STIPULATED AND AGREED that, upon the filing of an amended complaint: (a) defendants shall have sixty days to answer, move against, or otherwise respond; (b) papers opposing any motion to dismiss filed by defendants shall be filed within thirty days thereafter; and (c) defendants shall have an additional thirty days to file a reply to any such opposition; and

IT IS FURTHER STIPULATED AND AGREED that nothing herein shall be deemed to constitute a waiver of any defenses in this action. Defendants reserve all arguments and defenses.

The parties have not previously requested any extensions of time in this case.

Dated: New York, New York
January 8, 2008

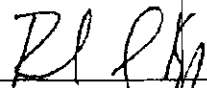
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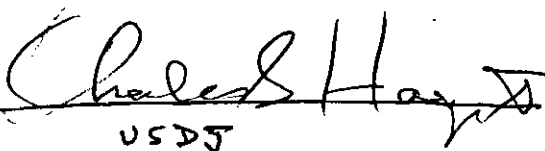
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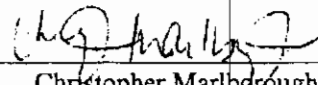
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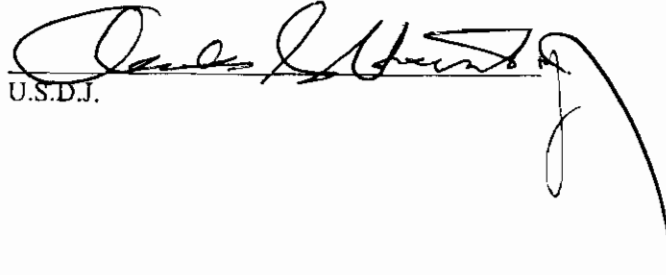
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SO ORDERED: 01/17/08


U.S.D.J.